

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

GARY KOOPMANN, TIMOTHY KIDD and
VICTOR PIRNIK, Individually and on Behalf of
All Others Similarly Situated,

Plaintiffs,

v.

FIAT CHRYSLER AUTOMOBILES N.V.,
SERGIO MARCHIONNE, RICHARD K.
PALMER, and SCOTT KUNSELMAN,

Defendants.

No. 15 Civ. 7199 (JMF)

**DECLARATION OF JOSHUA S. LEVY
IN SUPPORT OF DEFENDANTS' MOTION TO DISMISS
THE EMISSIONS-RELATED CLAIMS FROM THE THIRD AMENDED COMPLAINT**

I, Joshua S. Levy, pursuant to 28 U.S.C. § 1746, hereby declare as follows:

1. I am a member of the bar of this Court and am associated with the law firm of Sullivan & Cromwell LLP, counsel for Defendants Fiat Chrysler Automobiles N.V. ("FCA NV"), Sergio Marchionne, Richard K. Palmer and Scott Kunselman (collectively, "Defendants") in the above-captioned action.

2. I respectfully submit this Declaration to provide the Court with certain materials cited in the Memorandum in Support of Defendants' Motion to Dismiss the Emissions-Related Claims from the Third Amended Complaint.

3. Attached hereto as Exhibit 1 is a true and correct copy of the Third Amended Complaint in this action, dated February 22, 2017. (ECF No. 69.)

4. Attached hereto as Exhibit 2 is a true and correct copy of excerpts from a report by the German Federal Ministry of Transport and Digital Infrastructure entitled "Report

by the ‘Volkswagen’ Commission of Inquiry,” dated May 2016, which is also available at <http://www.bmvi.de/SharedDocs/EN/publications/bericht-untersuchungskommission-volkswagen.html?nn=188294>.

5. Attached hereto as Exhibit 3 is a true and correct copy of a *Fortune* article, entitled *Now Germany Is Accusing FIAT of Running Dirty Diesels*, dated May 23, 2016, which is also available at <http://fortune.com/2016/05/23/germany-fiat-diesel-emissions-ban/>.

6. Attached hereto as Exhibit 4 is a true and correct copy of the Notice of Violation (“NOV”) that the Environmental Protection Agency (“EPA”) issued to FCA NV and FCA US LLC (“FCA US”), dated January 12, 2017.

7. Attached hereto as Exhibit 5 is a true and correct copy of the NOV issued by the California Air Resources Board to FCA NV and FCA US, dated January 12, 2017.

8. Attached hereto as Exhibit 6 is a true and correct copy of excerpts from FCA NV’s filing with the Securities Exchange Commission (“SEC”) on Form F-1/A, dated November 13, 2014.

9. Attached hereto as Exhibit 7 is a true and correct copy of excerpts from FCA NV’s filing with the SEC on Form 20-F, dated March 5, 2015.

10. Attached hereto as Exhibit 8 is a true and correct copy of excerpts from FCA NV’s filing with the SEC on Form F-4, dated May 19, 2015.

11. Attached hereto as Exhibit 9 is a true and correct copy of excerpts from FCA NV’s filing with the SEC on Form 424B3, dated June 17, 2015.

12. Attached hereto as Exhibit 10 is a true and correct copy of excerpts from FCA NV’s filing with the SEC on Form 20-F, dated February 29, 2016.

13. Attached hereto as Exhibit 11 is a true and correct copy of excerpts from FCA NV's Annual Report for 2015, dated February 29, 2016.

14. Attached hereto as Exhibit 12 is a true and correct copy of the NOV issued by the EPA to Volkswagen AG, Audi AG and Volkswagen Group of America, Inc., dated September 18, 2015.

15. Attached hereto as Exhibit 13 is a true and correct copy of a *Reuters* article entitled *Fiat Chrysler U.S. Says Its Cars Do Not Use Any Defeat Devices*, dated September 22, 2015, which is also available at <http://www.reuters.com/article/us-fiatchrysler-us-defeatdevices-idUSKCN0RM1MK20150922/>.

16. Attached hereto as Exhibit 14 is a true and correct copy of the transcript of FCA NV's January 27, 2016 earnings call.

17. Attached hereto as Exhibit 15 is a true and correct copy of the transcript of FCA NV's October 28, 2015 earnings call.

18. Attached hereto as Exhibit 16 is a true and correct copy of an *Automotive News* article entitled *Fiat Chrysler Shares Fall on Report of German Sales Ban Threat*, dated May 23, 2016, which is also available at <http://www.autonews.com/article/20160523/COPY01/305239936/fiat-chrysler-shares-fall-on-report-of-german-sales-ban-threat/>.

19. Attached hereto as Exhibit 17 is a true and correct copy of a webpage operated by Robert Bosch GmbH at http://www.bosch.us/en/us/our_company_1/business_sectors_and_divisions_1/diesel_systems_1/diesel-systems.html.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 22nd day of March 2017 in New York, New York.

/s/ Joshua S. Levy
Joshua S. Levy